

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

WINC, INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 22-11238 (LSS)

(Jointly Administered)

**NOTICE OF AGENDA OF MATTERS SCHEDULED FOR  
HEARING ON JANUARY 17, 2023 AT 2:00 P.M. (ET)**

**THE HEARING WILL BE CONDUCTED IN-PERSON. ANY EXCEPTIONS MUST  
BE APPROVED BY CHAMBERS. PARTIES MAY OBSERVE THE HEARING  
REMOTELY BY REGISTERING WITH THE ZOOM LINK BELOW NO LATER  
THAN JANUARY 17, 2023 AT 8:00 A.M. (ET).**

[https://debuscourts.zoomgov.com/meeting/register/vJlscOyhpzopE\\_0cOWmdrA0NUvQGFz681Ko](https://debuscourts.zoomgov.com/meeting/register/vJlscOyhpzopE_0cOWmdrA0NUvQGFz681Ko)

**ONCE REGISTERED, PARTIES WILL RECEIVE A CONFIRMATION EMAIL  
CONTAINING PERSONAL LOG-IN INFORMATION FOR THE HEARING.**

**MATTERS GOING FORWARD**

1. Debtors' Motion for Entry of (A) an Order (I) Approving Bidding Procedures in Connection with the Sale of the Debtors' Assets and Related Bid Protections, (II) Approving Form and Manner of Notice, (III) Scheduling Auction and Sale Hearing, (IV) Authorizing Procedures Governing Assumption and Assignment of Certain Contracts and Unexpired Leases, and (V) Granting Related Relief; and (B) an Order (I) Approving Purchase Agreements, and (II) Authorizing a Sale Free and Clear of All Liens, Claims, Encumbrances, and Other Interests [[D.I. 47](#); 12/7/22]

Related Pleadings:

- a) Notice of Filing of Revised Asset Purchase Agreement [[D.I. 80](#); 12/22/22]
- b) Order (I) Approving Bidding Procedures in Connection with the Sale of the Debtors' Assets and Related Bid Protections; (II) Approving Form and Manner of Notice; (III) Scheduling Auction and Sale Hearing;

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Winc, Inc. (8960); BWSC, LLC (0899); and Winc Lost Poet, LLC (N/A). The Debtors' mailing address for purposes of these chapter 11 cases is 12405 Venice Boulevard, Box #1, Los Angeles, CA 90066.

(IV) Authorizing Procedures Governing Assumption and Assignment of Certain Contracts and Unexpired Leases; and (V) Granting Related Relief [[D.I. 85](#); 12/22/22]

- c) Notice of Sale, Bidding Procedures, Auction, Sale Hearing, and Objection Deadline [[D.I. 86](#); 12/22/22]
- d) Notice of Possible Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection with Sale [[D.I. 91](#); 12/28/22]
- e) Notice of Successful Bidder [[D.I. 149](#); 1/10/23]
- f) Supplemental Notice of Possible Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection with Sale [[D.I. 151](#); 1/10/23]
- g) Notice of Filing of Proposed Sale Order [[D.I. 168](#); 1/12/23]

Sale Objection Deadline: January 9, 2023 at 4:00 p.m. (ET) *[Extended to 4:00 p.m. (ET) on January 10, 2023 for Alta Loma Vineyard LLC, et al.; extended to 12:00 p.m. (ET) on January 11, 2023 for the Official Committee of Unsecured Creditors; extended to January 12, 2023 for Natural Merchants, Inc.; Extended to 11:30 a.m. (ET) on January 12, 2023 for Summerland Wine Brands]*

Sale Objections/Informal Responses:

- h) Alta Loma Vineyard LLC, Highland Vineyard SB LLC, John Hancock Life Ins. Company (USA), Kylix Vineyards California LP, Loma de Rio Vineyards LLC, SB Comino LLC, SWG Paso Vineyards LLC, and Testaney Inc.'s Objections to Debtors' Motion to Sell Free and Clear of Liens & Objection to Cure Amounts, and Reservation of Rights [[D.I. 150](#); 1/10/23]
- i) Official Committee of Unsecured Creditors' Omnibus Objection to (A) Debtors' Motion for Entry of an Order (I) Approving Stalking Horse Purchase Agreement and (II) Authorizing a Sale Free and Clear of All Liens, Claims, Encumbrances, and Other Interests; (B) Application to Retain Canaccord Genuity, LLC as Investment Banker; and (C) Certain Inventory Payments [[D.I. 159](#); 1/11/23]
- j) Limited Objection and Reservation of Rights of Summerland Wine Brands to the Debtors' Sale Motion [[D.I. 167](#); 1/12/23]

- k) Informal Response from Natural Merchants, Inc.

Cure/Assumption

Objection Deadline: January 11, 2023 at 4:00 p.m. (ET) *[Extended to 11:00 a.m. (ET) on January 12, 2023 for Natural Merchants, Inc., Republic National Distributing Co. LLC, and Young's Market Company LLC]*

Cure/Assumption Objections/Informal Responses:

- l) Limited Objection of VV1515 LLC to Cure Amounts and Reservation of Rights [[D.I. 138](#); 1/6/23]
- m) Oracle's Limited Objection and Reservation of Rights [[D.I. 143](#); 1/9/23]
- n) Informal Response from Natural Merchants, Inc.
- o) Informal Response from Republic National Distributing Co. LLC
- p) Informal Response from Young's Market Company LLC
- q) Informal Response from American Express Company
- r) Informal Response from Columbia Business Partners L.P.

Status: Items 3(q) and 3(r) have been resolved by the filing of item 2(f), listed above. The Debtors and various interested parties are continuing to engage in discussions to address the objections and informal responses that have been received to date. This matter is going forward.

2. Debtors' Application for Entry of an Order (I) Authorizing the Employment and Retention of Canaccord Genuity LLC as Investment Banker for the Debtors, Effective as of the Petition Date; and (II) Waiving the Information Requirements of Local Rule 2016-2(d) [[D.I. 67](#); 12/16/22]

Related Pleadings:

- a) Notice of Filing of Exhibit [[D.I. 90](#); 12/28/22]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET) *[Extended to January 11, 2023 for Project Crush Acquisition Corp. LLC, Banc of California, N.A., the Official Committee of Unsecured Creditors, and the Office of the United States Trustee]*

Objections/Informal Responses:

- b) United States Trustee's Objection to Debtors' Application for Entry of an Order (I) Authorizing the Employment and Retention of Canaccord Genuity LLC as Investment Banker for the Debtors, Effective as of the Petition Date; and (II) Waiving the Information Requirements of Local Rule 2016-2(d) [[D.I. 155](#); 1/11/23]
- c) Limited Objection of Project Crush Acquisition Corp. LLC, as DIP Lender, to Debtors' Application for Entry of an Order (I) Authorizing the Employment and Retention of Canaccord Genuity LLC as Investment Banker for the Debtors, Effective as of the Petition Date; and (II) Waiving the Information Requirements of Local Rule 2016-2(d) [[D.I. 156](#); 1/11/23]
- d) Banc of California, N.A.'s Objection to Debtors' Application for Entry of an Order (I) Authorizing the Employment and Retention of Canaccord Genuity LLC as Investment Banker for the Debtors, Effective as of the Petition Date; and (II) Waiving the Information Requirements of Local Rule 2016-2(d) [[D.I. 157](#); 1/11/23]
- e) Official Committee of Unsecured Creditors' Omnibus Objection to (A) Debtors' Motion for Entry of an Order (I) Approving Stalking Horse Purchase Agreement and (II) Authorizing a Sale Free and Clear of All Liens, Claims, Encumbrances, and Other Interests; (B) Application to Retain Canaccord Genuity, LLC as Investment Banker; and (C) Certain Inventory Payments [[D.I. 159](#); 1/11/23]

Status: This matter is going forward.

*[Signature Page Follows]*

Dated: January 12, 2023  
Wilmington, Delaware

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